#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

#### FORM 8-K

#### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 13, 2008 (May 13, 2008)

Commission file number: 0-22773

#### NETSOL TECHNOLOGIES, INC.

(Exact name of small business issuer as specified in its charter)

NEVADA (State or other Jurisdiction of Incorporation or Organization) 95-4627685 (I.R.S. Employer NO.)

23901 Calabasas Road, Suite 2072, Calabasas, CA 91302 (Address of principal executive offices) (Zip Code)

(818) 222-9195 / (818) 222-9197 (Issuer's telephone/facsimile numbers, including area code)

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#### Item 2.02 Results of Operations and Financial Condition.

On May 13, 2008, NetSol Technologies, Inc. issued a press release announcing results of operations and financial conditions for the quarter and nine months ended March 31, 2008. The press release is furnished as Exhibit 99.1 to this Form 8-K. As part of its earnings conference call, NetSol Technologies, Inc. posted a power point presentation which summarized the highlights of the results of operations and financial conditions for the quarter and nine months ended March 31, 2008, on its website <a href="www.netsoltek.com">www.netsoltek.com</a>. The power point presentation is furnished as exhibit 99.2 to this Form 8-K. In

The information in this report shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document field under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

#### **Exhibits**

- 99.1 News Release dated May 13, 2008.
- 99.2 Power Point Presentation dated May 13, 2008.

#### **SIGNATURES**

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: May 13, 2008

/s/ Najeeb Ghauri

NAJEEB GHAURI
Chief Executive Officer

Date: May 13, 2008

/s/ Tina Gilger

TINA GILGER
Chief Financial Officer

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#### EXHIBIT 99.1 NEWS RELEASE DATED MAY 13, 2008



### **NEWS RELEASE**

#### NetSol Technologies Reports Third Quarter Fiscal Year 2008 Financial Results

Revenues Increased 19% Year-Over-Year to \$9.1 million; Gross Margin Improved to 56%

Net Income Increased to \$2.3 Million or \$0.09 Per Diluted Share; EBITDA Increased to \$3.2 Million

CALABASAS, CA - May 13, 2008 -- NetSol Technologies Inc. ("NetSol") (NasdaqCM: NTWK), a worldwide provider of global business services and enterprise application solutions, today announced financial results for the third quarter of fiscal year 2008, ending March 31, 2008.

#### Third Quarter Fiscal Year 2008 Consolidated Financial Highlights

- Revenues increased 19% to \$9.1 million
  - Services increased 23% to \$4.6 million
  - License fees increased 17% to \$3.0 million
  - Maintenance fees increased 11% to \$1.5 million
- Gross margin increased to 56% compared to 48% in the same period a year ago
- Operating income increased 245% year-over-year to \$1.8 million
- GAAP net income increased to \$2.3 million, or \$0.09 per diluted share, versus a loss of \$229,000, or a loss of (\$0.01) per diluted share, in the same period a year ago
- EBITDA totaled \$3.2 million, or \$0.13 per diluted share, versus EBITDA of \$676,000, or \$0.04 per diluted share, in the same period a year ago
- Company reiterated guidance for fiscal year 2008: Annual revenue growth between 25% to 30% and diluted earnings per share between \$0.28 and \$0.32

Najeeb Ghauri, chairman and chief executive officer, commented, "Our third quarter results provide an excellent start to the second half of fiscal 2008, which is historically NetSol's stronger half-year period. With double-digit year-over-year growth in services, licenses, and maintenance fees translating into a significant rise in profitability, we remain on track to achieve our full year top and bottom line financial objectives. Complementing our significant financial progress, we recently launched our new BestShoring<sup>TM</sup> strategic initiative that represents our best practices approach to delivering our customers the BestSolution<sup>TM</sup>. Unlike traditional outsourcing offshore vendors,

BestShoring<sup>TM</sup> reflects our ability to draw upon NetSol's global delivery infrastructure, expertise, and workforce to construct the best possible solution at the best possible price.

"Additionally, during the quarter we made key strategic investments in our North American operations to strengthen and expand our presence in the region, a critical market for NetSol's future growth. To support this effort we made several key North American management appointments, including Greg Brinton as head of sales and Morgan Rees as senior vice president of marketing, working under the leadership of Mitch Van Wye, our chief operating officer in the region. We see these additions to NetSol's management, as well as our investments in infrastructure, as critical to supporting our long-term growth throughout the Americas, as well as supporting our new globally-focused BestShoring<sup>TM</sup> customer solutions. We are offering BestShoring<sup>TM</sup> enterprise solutions and global business services to both new clients in various vertical markets and our 35 plus existing clients in North America.

"As a global enterprise, it is NetSol's goal to progress with our operational objectives for each division while sustaining profitability and delivering excellent financial results. NetSol's double-digit revenue growth and strong net income performance reflect broad-based success towards our objectives of improving margins, effectively leveraging our worldwide infrastructure, and improving operating efficiencies while expanding each of our division's revenue streams," concluded Mr. Ghauri.

NetSol reported consolidated revenues of \$9.1 million for the third quarter of fiscal year 2008, a 19% increase compared to the \$7.6 million in revenues reported for the same period a year ago. Consolidated gross profit for the third quarter was approximately \$5.1 million, or 56% of revenues.

GAAP (Generally Accepted Accounting Principles) net income for the third quarter of fiscal year 2008 was approximately \$2.3 million, or \$0.09 per diluted share, which compares to GAAP net loss of \$229,000, or a loss of \$0.01 per diluted share, in the same period of fiscal year 2007. NetSol reported EBITDA of \$3.2 million, or \$0.13 per diluted share, for the third quarter of fiscal year 2008 compared to EBITDA of \$0.7 million, or \$0.04 per diluted share, in the same period a year ago.

EBITDA is defined as earnings before interest, taxes, depreciation and amortization. The Company uses EBITDA as a measure of the Company's operating trends. Investors are cautioned that EBITDA is not a measure of liquidity or of financial performance under Generally Accepted Accounting Principles (GAAP). The EBITDA numbers presented may not be comparable to similarly-titled measures reported by other companies. EBITDA, while providing useful information, should not be considered in isolation or as an alternative to net income or cash flows as determined under GAAP. Consistent with the SEC Regulation G, the non-GAAP measures in this press release have been reconciled to the nearest GAAP measure, and this reconciliation is located under the financial table heading "Reconciliation to GAAP."

NetSol ended the third quarter of fiscal year 2008 with approximately \$4.8 million dollars in cash and cash equivalents.

#### Fiscal Third Quarter 2008 Business Highlights

- Ranked in Software Magazine's Software 500 list of the world's largest software and service providers, joining the Software 500 list for the first time this year with a rank of 340 worldwide.
- Had NetSol's Lahore-based IT development campus, "NetSol Village", achieve ISO 27001 certification from the International Organization for Standardization (ISO), the world's largest developer and publisher of International Standards.
- Secured a contract valued at approximately \$1.5 million with one of the largest leasing companies in the Middle East.
- Sold a new LeaseSoft license in China to a major European auto manufacturer, maintaining robust momentum in the Chinese market.
- Awarded a contract for the implementation of a Land Record Management Information System (LRMIS) for the Islamabad Capital Territory, Pakistan, the second LRMIS project NetSol has been awarded.
- Launched the new LeasePak "Asset Focus Module," giving vehicle finance and commercial equipment finance product managers a robust means for tracking the revenue performance of financed assets.
- Successfully implemented the LeaseSoft product suite for Dongfeng-Nissan Automotive Finance (DNAF) China.
- Had Venture Finance, a subsidiary of ABN Amro, go live with LeaseSoft for its Block Discounting portfolio.

#### First Nine Months of Fiscal Year 2008 Consolidated Financial Highlights

- Revenues for the first nine months increased 26% to \$26.1 million
  - Service fees increased 40% to \$13.8 million
  - License fees increased 13% to \$7.8 million
  - Maintenance fees increased nearly 14% to \$4.6 million
- Gross margin improved to 58%, compared to 50% for the same nine months period a year ago

NetSol reported consolidated revenues of \$26.1 million for the first nine months of fiscal year 2008, a 26% increase compared to the \$20.7 million in revenues reported for the same period in fiscal year 2007. Consolidated gross profit for the first nine months was \$15.1 million, or 58% of revenues.

GAAP net income for the first nine months of fiscal year 2008 was approximately \$5.2 million, or \$0.21 per diluted share, compared to a net loss of \$6.2 million, or \$0.35 per diluted share, in the same period of fiscal year 2007. EBITDA increased to \$8.0 million, or \$0.33 per diluted share, as compared to an EBITDA loss of \$3.4 million, or (\$0.18) per diluted share, in the same period a year ago.

#### **Conference Call & Webcast Information**

NetSol will host a conference call at 11:00 a.m. ET (8:00 a.m. PT) to review the results. Najeeb Ghauri, chairman and chief executive officer, and Tina Gilger, chief financial officer, will host the call, which will be webcast live. The webcast and a supporting slide presentation will be made available online at <a href="http://www.netsoltek.com/investors/investor relations.htm">http://www.netsoltek.com/investors/investor relations.htm</a>. Telephone access to the conference call is available in North America by dialing +1 (877) 407-0782 or internationally by dialing +1 (201) 689-8567.

An audio replay of the conference call will be available approximately one hour following the conclusion of the call and will be available for 30 days. To access the replay in North America dial +1 (877) 660-6853, or when calling internationally dial +1 (201) 612-7415, using replay account code # 286 and conference ID # 283654. An archived replay of the conference webcast will also be available on the NetSol Technologies web site at <a href="http://www.netsoltek.com/investors/investor\_relations.htm">http://www.netsoltek.com/investors/investor\_relations.htm</a>.

#### About NetSol Technologies

NetSol Technologies (NasdaqCM: NTWK) is a worldwide provider of global business services and enterprise application solutions. NetSol uses its BestShoring<sup>TM</sup> practices and highly-experienced resources in analysis, development, quality assurance, and implementation to deliver high-quality, cost-effective solutions. Organized into specialized practices, these product and services offerings include portfolio management systems for the financial services industry, consulting, custom development, systems integration, and technical services for the global Healthcare, Insurance, Real Estate and Technology markets. NetSol's commitment to quality is demonstrated by its achievement of the ISO 9001, ISO 279001, and SEI (Software Engineering Institute) CMMI (Capability Maturity Model) Level 5 assessments, a distinction shared by fewer than 100 companies worldwide. NetSol Technologies' clients include Fortune 50 manufacturers, global automakers, financial institutions, technology providers, and governmental agencies. Headquartered in Calabasas, California, NetSol Technologies has operations and offices in London, San Francisco, Sydney, Beijing, Bangkok and Lahore. To join the NetSol Technologies Inc. email distribution list please visit: <a href="http://www.b2i.us/irpass.asp?BzID=897&to=ea&s=0">http://www.b2i.us/irpass.asp?BzID=897&to=ea&s=0</a>.

#### **Forward-Looking Statements**

This press release may contain forward-looking statements relating to the development of the Company's products and services and future operation results, including statements regarding the Company that are subject to certain risks and uncertainties that could cause actual results to differ materially from those projected. The words "believe," "expect," "anticipate," "intend," variations of such words, and similar expressions, identify forward looking statements, but their absence does not mean that the statement is not forward-looking. These statements are not guarantees of future performance and are subject to certain risks, uncertainties and assumptions that are difficult to predict. Factors that could affect the Company's actual results include the progress and costs of the development of products and services and the timing of the market acceptance.

###

**Contacts:** 

**NetSol Technologies, Inc.** Tina Gilger Chief Financial Officer Tel: +1 818-222-9195, x112 **Investor Relations** 

Christopher Chu Grayling Global Tel: +1-646-284-9426

Email: cchu@hfgcg.comcchu@hfgcg.com

**Financial Tables Follow** 

## NETSOL TECHNOLOGIES, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENT OF OPERATIONS (UNAUDITED)

	For the Three Months Ended March 31,			For the Ni Ended M				
		2008		2007		2008		2007
Net Revenues:								
Licence fees	\$	2,998,867	\$	2,554,289	\$	7,769,226	\$	6,851,496
Maintenance fees		1,482,654		1,335,893		4,556,450		3,990,096
Services		4,585,292		3,725,784		13,800,844		9,864,055
Total revenues		9,066,813		7,615,966		26,126,520		20,705,647
Cost of revenues		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		.,,.		, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Salaries and consultants		2,620,722		2,234,809		7,342,743		6,608,606
Travel		394,841		447,288		972,998		1,195,315
Repairs and maintenance		99,262		133,961		332,448		313,514
Insurance		30,005		51,294		153,760		153,595
Depreciation and amortization		316,652		279,405		847,288		693,703
Other		522,013		790,927		1,341,513		1,479,478
Total cost of sales		3,983,495		3,937,684		10,990,750		10,444,211
Gross profit		5,083,318		3,678,282		15,135,770	_	10,261,436
Operating expenses:		2,002,210		2,070,202		10,100,770		10,201, 150
Selling and marketing		898,686		825,586		2,817,908		2,105,920
Depreciation and amortization		477,630		483,801		1,422,181		1,389,704
Bad debt expense		, -		(231)		3,277		117,267
Salaries and wages		1,034,784		915,481		2,758,434		2,914,707
Professional services, including non-cash compensation		114,436		254,359		413,437		774,203
General and adminstrative		792,499		687,881		2,287,693		2,202,182
Total operating expenses		3,318,035		3,166,877		9,702,930		9,503,983
Income from operations		1,765,283		511,405		5,432,840		757,453
Other income and (expenses):		1,703,203		311,403		3,432,040		757,455
Gain (loss) on sale of assets		(891)		(6,729)		(33,044)		(19,067)
Beneficial conversion feature		-		(0,725)		(55,611)		(2,208,334)
Amortization of debt discount and capitalized cost of debt		_		-		-		(2,803,691)
Liquidation damages		_		(47,057)		_		(180,890)
Fair market value of warrants issued		-		(33,987)		-		(33,987)
Interest expense		(121,651)		(83,819)		(544,597)		(543,342)
Interest income		84,363		46,867		159,801		265,916
Gain on sale of subsidiary shares		1,240,808		-		1,240,808		-
Other income and (expenses)		447,889		10,081		709,113		88,935
Total other income (expenses)		1,650,518		(114,644)		1,532,081		(5,434,460)
Net income (loss) before minority interest in subsidiary		3,415,801		396,761	_	6,964,921	_	(4,677,007)
Minority interest in subsidiary		(1,098,703)		(568,237)		(1,756,509)		(1,374,081)
Income taxes		(15,314)		(57,655)		(46,272)		(126,620)
Net income (loss)	_	2,301,784	_	(229,131)	_	5,162,140	_	(6,177,708)
Dividend required for preferred stockholders		(33,508)		(94,088)		(145,033)		(159,686)
Subsidiary dividend (minority holders portion)		(33,300)		(>1,000)		(817,173)		(135,000)
Bonus stock distribution (minority holders portion)		_		_		(545,359)		_
Net income (loss) applicable to common shareholders		2,268,276	_	(323,219)		3,654,575	_	(6,337,394)
Other comprehensive gain:		2,200,270		(323,217)		3,034,373		(0,337,334)
Translation adjustment		(910,838)		81,564		(1,401,831)		203,343
Comprehensive income (loss)	Φ.		Φ.		Φ		Ф.	
-	\$	1,357,438	\$	(241,655)	\$	2,252,744	<u>\$</u>	(6,134,051)
Net income (loss) per share: Basic	ф	0.00	d	(0.00)	¢.	0.01	ф	(0.20)
	\$	0.09	\$	(0.02)	\$	0.21	\$	(0.36)
Diluted	\$	0.09	\$	(0.01)	\$	0.21	\$	(0.35)
Weighted average number of shares outstanding								
Basic		25,205,995		18,311,290		23,686,204		17,680,115

Diluted 25,665,924 18,311,290 24,146,133 17,680,115

#### NETSOL TECHNOLOGIES, INC. AND SUBSIDIARIES CONSOLIDATED BALANCE SHEET - AS OF MARCH 31, 2008 (UNAUDITED)

#### ASSETS

Current assets:			
Cash and cash equivalents	\$ 4,848,513		
Accounts receivable, net of allowance for doubtful accounts of \$168,443	10,227,903		
Revenues in excess of billings	12,006,231		
Other current assets	2,933,047		
Total current assets			30,015,694
Property and equipment, net of accumulated depreciation			8,153,405
Other assets, long-term			800,435
Intangibles:			
Product licenses, renewals, enhancements, copyrights,			
trademarks, and tradenames, net	9,137,381		
Customer lists, net	1,906,422		
Goodwill	7,786,032		
Total intangibles			18,829,835
Total assets		\$	57,799,369
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current liabilities:			
Accounts payable and accrued expenses	\$ 3,323,046		
Current portion of loans and obligations under capitalized leases	605,551		
Other payables - acquisitions	83,399		
Unearned revenues	3,616,555		
Due to officers	184,173		
Dividend to preferred stockholders payable	33,508		
Loans payable, bank	1,977,689		
Total current liabilities			9,823,921
Obligations under capitalized leases, less current maturities			270,927
Long term loans; less current maturities			552,166
Total liabilities			10,647,014
Minority interest			5,834,732
Commitments and contingencies			
Stockholders' equity:			
Preferred stock, 5,000,000 shares authorized;			
1,920 issued and outstanding	1,920,000		
Common stock, \$.001 par value; 45,000,000 shares authorized;			
25,247,568 issued and outstanding	25,248		
Additional paid-in-capital	75,299,379		
Treasury stock	(35,681)		
Accumulated deficit	(33,477,767)		
Stock subscription receivable	(600,907)		
Common stock to be issued	64,612		
Other comprehensive loss	(1,877,261)		
Total stockholders' equity	 (, ., , ., .,		41,317,623
Total liabilities and stockholders' equity		\$	57,799,369
······		Ψ	31,177,307

# NETSOL TECHNOLOGIES, INC. AND SUBSIDIARIES STATEMENTS OF CASH FLOWS (UNAUDITED)

For the Nine Months Ended March 31,

	 2008	 2007
Cash flows from operating activities:		
Net income (loss) applicable to common shareholders	\$ 5,162,140	\$ (6,177,708)
Adjustments to reconcile net income (loss) applicable to common		
shareholders to net cash provided by (used in) operating activities:		
Depreciation and amortization	2,269,469	2,083,407
Bad debt expense	3,277	117,267
Loss on sale of assets	33,044	19,067
Gain on sale of subsidiary shares in Pakistan	(1,240,808)	-
Minority interest in subsidiary	1,756,509	1,374,081
Stock issued for services	48,163	88,099
Stock issued for convertible note payable interest	-	311,868
Fair market value of warrants and stock options granted	24,320	33,987
Beneficial conversion feature	-	2,208,334
Amortization of debt discount and capitalized cost of debt	-	2,803,691
Changes in operating assets and liabilities:		
Decrease/(increase) in accounts receivable	(2,087,736)	(1,913,135)
Increase in other current assets	(4,885,181)	(2,793,410)
(Decrease)/increase in accounts payable and accrued expenses	 (510,968)	1,716,251
Net cash provided by (used in) operating activities	572,229	(128,201)
Cash flows from investing activities:		
Purchases of property and equipment	(1,985,651)	(1,282,427)
Sales of property and equipment	120,436	208,419
Net proceeds of certificates of deposit	-	1,737,481
Payment for acquisition	(879,007)	(4,027,753)
Increase in intangible assets	(2,219,673)	(2,001,502)
Net cash used in investing activities	 (4,963,895)	(5,365,782)
Cash flows from financing activities:		
Proceeds from sale of common stock	1,500,000	30,093
Proceeds from the exercise of stock options	2,800,917	704,250
Proceeds from sale of subsidiary stock	1,765,615	-
Finance costs incurred for sale of common stock	(10,000)	-
Purchase of treasury stock	(25,486)	-
Reduction in restricted cash	-	4,533,555
Proceeds from loans from officers	-	165,000
Proceeds from bank loans	3,862,759	-
Payments on bank loans	(1,245,846)	-
Capital lease obligations & loans (net)	(3,462,334)	874,128
Net cash provided by financing activities	5,185,625	6,307,026
Effect of exchange rate changes in cash	44,390	76,159
Net increase in cash and cash equivalents	838,349	889,202
Cash and cash equivalents, beginning of period	4,010,164	2,493,768
Cash and cash equivalents, end of period	\$ 4,848,513	\$ 3,382,970

# NETSOL TECHNOLOGIES, INC. AND SUBSIDIARIES RECONCILIATION TO GAAP (UNAUDITED)

	Three Months Ended March 31, 2008	Nine Months Ended March 31, 2008
Net income per GAAP (applicable to common shareholders)	\$ 2,301,785	\$ 5,162,140
Income taxes	15,314	46,272
Depreciaiton and amortization	794,282	2,285,985
Interest expense	121,651	544,597
EBITDA income	\$ 3,233,032	\$ 8,038,994
Weighted average number of shares outstanding		
Basic	25,205,995	23,686,204
Diluted	25,665,924	24,146,133
Basic EBITDA EPS	\$ 0.13	\$ 0.34
Diluted DBITDA EPS	\$ 0.13	\$ 0.33



#### Safe Harbor Statement

This presentation may contain forward-looking statements relating to the development of NetSol Technologies' products and services and future operation results, including statements regarding the Company that are subject to certain risks and uncertainties that could cause actual results to differ materially from those projected. The words "believe," "expect," "anticipate," "intend," variations of such words, and similar expressions, identify forward-looking statements, but their absence does not mean that the statement is not forward looking. These statements are not guarantees of future performance and are subject to certain risks, uncertainties and assumptions that are difficult to predict. Factors that could affect the Company's actual results include the progress and costs of the development of products and services and the timing of the market acceptance. Any forward-looking statements contained herein speak only as of the date hereof. The Company undertakes no obligation to update or review any forward-looking statements.

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Najeeb U. Ghauri Chairman & Chief Executive Officer

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### **Consolidated Financial Highlights**

### Fiscal Third Quarter 2008

- Revenues increased 19% to a record \$9.1 million
- Gross margin increased to 56% versus 48% in the prior year period
- Operating income increased 245% to \$1.8 million versus \$511 thousand a year ago
- GAAP net income increased to a \$2.3 million, or \$0.09 per diluted share, versus a GAAP net loss of \$229,000, or (\$0.01) per diluted share
- EBITDA increased to \$3.2 million, or \$0.13 per diluted share, versus EBITDA of \$676,000, or \$0.04 per diluted share

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### BestShoring delivers BestSolution™

- Bestshoring is the evolution of our global business services
- BestShoring yields an improved return on investment through globally sourced domain experience as well as localized support to customers
- Supported by our global delivery platform including: Bangkok, Beijing, Burlingame, Lahore, London and Sydney
- Customers benefit from the optimum balance of subject matter expertise, in-depth domain experience, and cost effective labor, all merged into a scalable solution.

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### **NetSol North America**

- Investing in key North American sales and marketing assets as well as infrastructure to strength and expand North American customer penetration leveraging our BestShoring strategy
- Greg Brinton appointed to head of sales
- Morgan Rees appointed to senior vice president of marketing
- Expanding business development and sales activities into Central and South America

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### **Select Operational Highlights**

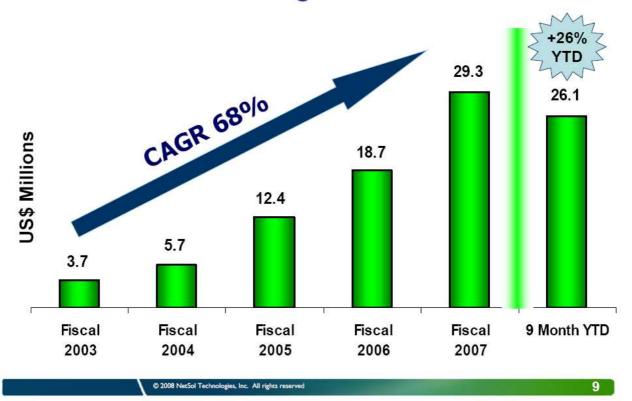
- Won a contract valued at approximately \$1.5 million with one of the largest leasing companies in the Middle East
- Sold a new LeaseSoft license in China to a major European auto manufacturer, maintaining robust momentum in the Chinese market
- Awarded a contract for the implementation of a Land Record Management Information System for the Islamabad Capital Territory, Pakistan
- LeaseSoft deployments included Dongfeng-Nissan Automotive Finance (DNAF) China and Venture Finance, a division of ABM AMRO
- Launched a new LeasePak 'Asset Focus Module'
- NetSol's Lahore based IT development campus, "NetSol Village", achieved ISO 27001 certification
- NetSol Corporate University (NCU) launched

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## **Strong Annual Revenue Growth**



### Revenue

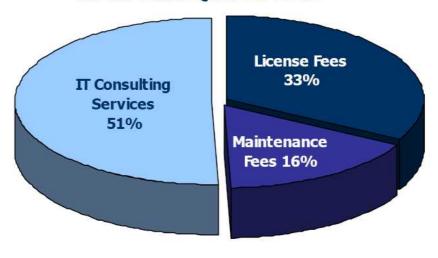
### For the Three Months Ended March 31

	2008	2007	% Change
Services	4,585,292	3,725,784	23.1%
License Fees	2,998,867	2,554,289	17.4%
Maintenance Fees	1,482,654	1,335,893	11.0%
Total Revenues	9,066,813	7,615,966	19.1%

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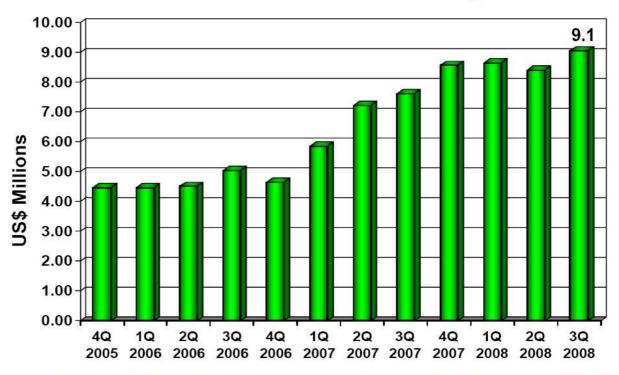
### Revenue by business

### Fiscal Third Quarter 2008



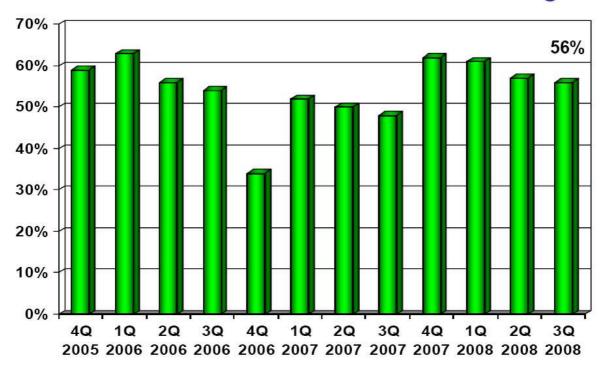
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## **Quarterly Revenue**



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## **Gross Margin**



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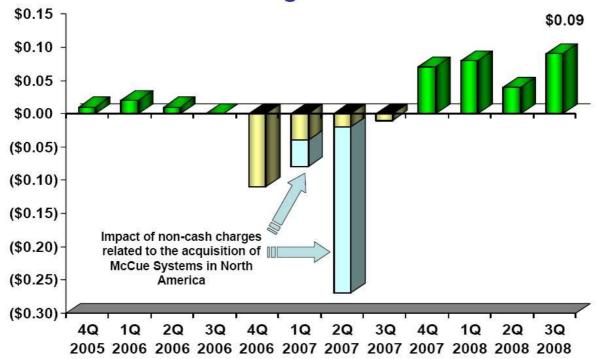
## **Operating Expenses**

### For the Three Months Ended March 31

2008	2007	Change
898,686	825,856	9%
477,630	483,801	-1%
7.27	(231)	-100%
1,034,784	915,481	13%
114,436	254,359	-55%
792,499	687,881	15%
3,318,035	3,166,877	5%
	898,686 477,630 - 1,034,784 114,436 792,499	898,686 825,856 477,630 483,801 - (231) 1,034,784 915,481 114,436 254,359 792,499 687,881

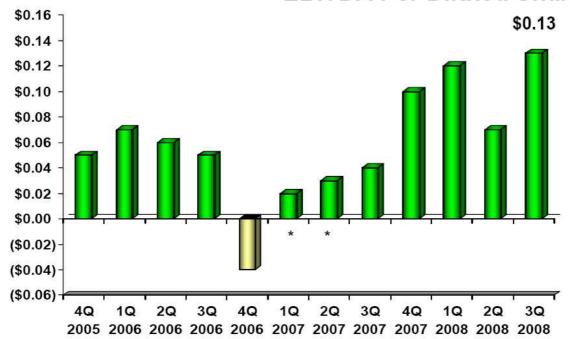
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### **GAAP Earnings/Loss Per Diluted Share**



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### **EBITDA Per Diluted Share**



 $<sup>^*</sup>$  Excluding the impact of non-cash charges related to the acquisition of McCue Systems in North America. \$734,658 in fiscal 1Q 2007 and \$4,277,367 in fiscal 2Q 2007.

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#### **Financial Outlook**

#### **Management Financial Objectives:**

- Organic annual revenue growth of 25 percent to 30 percent for fiscal year 2008, ending June 30, 2008
- Quarterly gross margin within the target range of high 50 percent to 60 percent range
- Fiscal year 2008 diluted earnings per share within the range of \$0.28 to \$0.32
- Focus on sustaining and expanding U.S. GAAP profitability on quarterly basis
- EBITDA 27% to 30% of revenue

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## **Questions & Answers**

Najeeb U. Ghauri - Chairman & CEO

Tina Gilger - CFO

Naeem Ghauri - President, Europe & Global Products

Mitch Van Wye - COO, NetSol North America



(NASDAQ CM: NTWK)

# **Thank You**

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